



GATX CORPORATION

120 SOUTH RIVERSIDE PL  
CHICAGO, IL 60606  
312-621-6200

RECORDED 7145-4 FILED 145

AUG 1 1990 -9 35 AM

LAW DEPARTMENT

INTERSTATE COMMERCE COMMISSION

July 2, 1990

Secretary of the Interstate  
Commerce Commission  
Washington, D.C. 20006

0-213A002

RE: General American Transportation Corporation  
Equipment Trust Series 70

Gentlemen:

Enclosed herewith are three signed copies of a Supplemental Agreement dated as of May 15, 1990, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$15.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on August 31, 1973, under Recordation No. 7145.H

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Continental Bank, National Association  
30 South LaSalle Street  
Chicago, IL 60693  
Attention: Mr. Russell Bergman

GATX Corporation  
120 South Riverside Plaza  
Chicago, IL 60606  
Attention: E. Paul Dunn, Jr.

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

Janice M. Alonso  
Assistant Secretary

Interstate Commerce Commission  
Washington, D.C. 20423

8/1/90

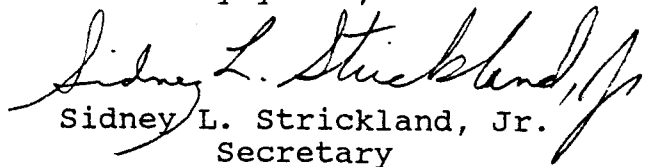
OFFICE OF THE SECRETARY

Janice M. Alonso  
Assist. Secretary  
GATX Corporation  
120 South Riverside Plaza  
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/1/90 at 9:35am, and assigned recordation number(s) 7145-H & 5887-Q

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 70

7145-H  
RECEIVED BY \_\_\_\_\_ FILED 1423

AUG 1 1990 -9 35 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MAY 15, 1990

TO EQUIPMENT TRUST AGREEMENT DATED AS OF AUGUST 15, 1973

BY AND BETWEEN

CONTINENTAL BANK, NATIONAL ASSOCIATION, TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of May 15, 1990 by and between Continental Bank, National Association, as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of August 15, 1973 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 70, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 (formerly Section 20c) of the Interstate Commerce Act on August 31, 1973, Recordation No. 7145; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of May 15, 1990.

CONTINENTAL BANK, NATIONAL ASSOCIATION,  
TRUSTEE

By: \_\_\_\_\_



VICE PRESIDENT

ATTEST:

  
TRUST OFFICER

GATX CORPORATION  
(FORMERLY KNOWN AS GENERAL AMERICAN  
TRANSPORTATION CORPORATION)

By: \_\_\_\_\_



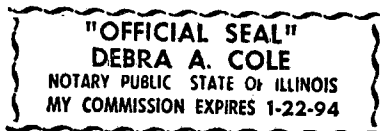
TREASURER

ATTEST:

  
Assistant Secretary

STATE OF ILLINOIS )  
 ) ss.:  
COUNTY OF COOK )

On this 18th day of July, before me personally appeared J. C. MULL, JR., to me personally known, who, being by me duly sworn, says that he is VICE PRESIDENT of Continental Bank, National Association, that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.



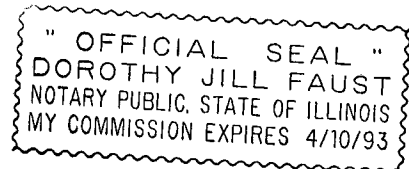
Debra A. Cole  
Notary Public

\* \* \* \* \*

STATE OF ILLINOIS)  
 ) ss.:  
COUNTY OF COOK )

On this 15th day of May, 1990 before me personally appeared E. Paul Dunn, Jr., to me personally known, who, being by me duly sworn, said that he is Treasurer of GATX Corporation, that one of the seals affixed to the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dorothy Jill Faust  
Notary Public



SCHEDULE I  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 70  
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 105A100-W	25,200	GATX 50542.	\$22,583.00	\$ 7,226.00	\$ 7,226.00	1-1973	1-1973
1 Tank Car	DOT 105A500-W	18,000	GATX 13118.	21,503.00	6,880.00	6,880.00	1-1973	1-1973
1 Tank Car	DOT 111A60-W-1	16,000	GATX 47377.	34,465.00	15,164.00	15,164.00	8-1975	8-1975
1 Tank Car	DOT 111A100-W-1	20,000	GATX 34226.	17,316.00	5,541.00	5,541.00	12-1972	12-1972
1 Tank Car	DOT 111A60-W-1	20,000	GATX 11857.	20,658.00	6,610.00	6,610.00	12-1972	12-1972
1 Tank Car	DOT 111A60-W-1	22,000	GATX 42106.	21,035.00	6,731.00	6,731.00	11-1972	11-1972
1 Airslide Car	LO	4,180 Cu.Ft.	GACX 46629.	19,305.00	6,177.00	6,177.00	8-1972	8-1972
1 Hopper Car	HTS	3,850 Cu.Ft.	GGPX 71230.	21,821.00	6,982.00	6,982.00	7-1972	7-1972
3 Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 71232, 71233, 71235.	21,498.00	7,739.00	23,217.00	3-1973	3-1973
5 Hopper Cars	HTS	4,040 Cu.Ft.	GAUX 73001, 73002, 73005, 73007, 73008.	21,519.00	7,746.00	38,730.00	3-1973	3-1973
						<u>\$123,258.00</u>		

SCHEDULE II  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 70  
CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 111A100-W-1	20,000	GATX 19276.	\$65,311.00	\$41,799.00	\$ 41,799.00	9-1980	9-1980
1 Tank Car	DOT 111A100-W-1	22,000	GATX 66446.	48,717.00	31,178.00	31,178.00	11-1980	11-1980
1 Tank Car	DOT 111A60-W-1	10,000	GATX 18852.	39,201.00	25,088.00	25,088.00	12-1980	12-1980
1 Tank Car	DOT 111A60-W-1	10,000	GATX 18876.	39,395.00	25,212.00	25,212.00	12-1980	12-1980
						<u>\$123,277.00</u>		

4